FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR**



DATE RECEIVED

PROCESSE Instituted partnership, already formed other (please specify): War Stimated Date of Incorporation or Organization: Chief two-letter U.S. Postal Service abbreviation for State. Chief Canada; PN for other foreign jurisdiction of State. Chief Canada; PN for other foreign jurisdiction of State. Chief Canada; PN for other foreign jurisdiction of State. Chief Commission (Sci.) on the earlier of the date it is received by the SEC at the address given below or. If received at that address after the date which it is due, on the date it was maited by United States registered or certifice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those State that have adopted this form. Issuers and the Appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the sappropriate lederal notice with the Appropriate states will not result in a loss of the sappropriate state on the sappropriate states will not result in a loss of an available tested exemption unless such exemption in the securities will not result in a loss of the federal results in a loss of the sappropriate states will not result in a loss of an available tested exemption unders such exemption. (LLOE) for sales of securities in the offering and securities in the sale of securities in the offering and securities in the sale of securities in the offering and securities in the sale of securities in the offering and securities in the sale of securities	UNIFORM LIMITED OFFERING EXEM	PTION 1		
Ing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) PITOE RECEIVED A. BASIC IDENTIFICATION DATA Enter the information requested about the issuer ame of Issuer (check if this is an amendment and name has changed, and indicate change) uid Audio Network, Inc. didess of Executive Offices (Number and Street, City, State, Zip Code) 13-0-65-9878 Telephope Number (Including Area Code) 1466 157-3-A Uplander Way, Culver City, CA 90230 158-65-9878 Telephone Number (Including Area Code) 168-65-9878 Telephone Number (Including Area Code) 169-65-9878 Telephone Number (Including Area Code) 179-65-9878 Telephone Number (Including Area Code) 189-65-9878 Telephone Number (Including Area Code) 189-75-75-75-75-75-75-75-75-75-75-75-75-75-				
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Emer the information requested about the issuer ame of Issuer (check if this is an amendment and name has changed, and indicate change.) utid Audio Network, Inc. dires of Executive Offices (Number and Street, City, State, Zip Code) offices of Principal Business Operations (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices) (Number and Street, City, State, Zip Code) of different from Executive Offices (Number and Street, City, State, Zip Code) of different from Executive Offices (Number and Street, City, State, Zip Code) of different from Executive Offices (Number and Street, City, State, Zip Code) of the State of Executive Offices Offices Offices Offices Offices	Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Rule 505 Rule 506 Section 4(6)		HECEIVED	
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dires of Executive Offices Olay A Uplander Way, Culver City, CA 90230 dires of Principal Business Operations (Number and Street, City, State, Zip Code) 310-665-9878 Telephone Number (Including Area Code) 310-665-9878 Telephone Number (Including Area Code) 310-665-9878 Telephone Number (Including Area Code) Telephon	Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	[e]	On ON	
dates of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) Tel	Fluid Audio Network, Inc.	k./	86 SECTION	
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) T	Address of Executive Offices (Number and Street, City, State, Zip Code)			ing Area Code)
rief Description of Business ntermet-based provider ypc of Business Organization	5013-A Uplander Way, Culver City, CA 90230	↓		.
ATTENTION Corporation limited partnership, already formed other (please specify):	Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone	: Number (Inclu	ding Area Code)
PROCESSE Corporation limited partnership, already formed other (please specify): will business trust limited partnership, already formed other (please specify): WAR 2 6 2007 Month Year Yea	Brief Description of Business	<u> </u>		
business trust limited partnership, to be formed MAR 2 6 2007 Month Year	Internet-based provider			
business trust limited partnership, to be formed MAR 2 6 2007 Month Year			-PRC	CECCET
business trust limited partnership, to be formed MAR 2 6 2007 Month Year	officer of the company of the compan	please specify)		
INCLUDATION CREATED THE CONTROL CONTRO		,	84.0	D 0 -
THOMSON FINANCIAL ENERAL INSTRUCTIONS Color Canada; FN for other foreign jurisdiction) Figure 1. A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities this due, on the date it was mailed by United States registered or certified mail to that address. When To File: U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date which it is due, on the date it was mailed by United States registered or certified mail to that address. Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must shotocopies of the manually signed copy or bear typed or printed signatures. Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any chan, hereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix note to filed with the SEC. State: There is no federal filing fee. This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopt JLOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sa are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount stecompany this form. This notice shall be filed in the appropriate states will not result in a loss of the federal exemption. Co	Month Year		 M A	K 2 6 2007
CN for Canada; FN for other foreign jurisdiction) ENERAL INSTRUCTIONS Rederal: **Pho Muss File:* All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S. 7d(6). **Phon To File:* A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date which it is due, on the date it was mailed by United States registered or certified mail to that address. **Where To File:* U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. **Copies Required:* Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must inhotocopies of the manually signed copy or bear typed or printed signatures. **Information Required:* A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any chan hereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix not be filed with the SEC. **State:* This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopt JLOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sale to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount state to the company this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part his notice and must be completed. **ATTENTION**			1/5	
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	A. BASIC IDEN	TIFICATION DATA		
2. Enter the information requested for the follow	ing:			
 Each promoter of the issuer, if the issuer 	has been organized wit	hin the past five years;		
 Each beneficial owner having the power to 	vote or dispose, or dire	ct the vote or disposition o	f, 10% or more of a	a class of equity securities of the issue
Each executive officer and director of co.	rporate issuers and of co	orporate general and mana	iging partners of p	partnership issuers; and
 Each general and managing partner of pa 	rtnership issuers.			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Justin Beckett				
Business or Residence Address (Number and Streec's Fluid Audio Network, Inc., 5013-A Uplan	et, City. State. Zip Coo der Way, Culver City	le) /, CA 90230		
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) David Williams				
Business or Residence Address (Number and Stro C/o Fluid Audio Network, Inc., 5013-A Upland	ect, City, State, Zip Coder Way, Culver City			
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Avi Greenspoon				
Business or Residence Address (Number and Str				
c/o Fluid Audio Network, Inc., 5013-A Uplane	der Way, Culver City	r, CA 90230		
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Michael Raeford				
Business or Residence Address (Number and Str	cet, City, State, Zip Co	dc)	····	
c/o Fluid Audio Network, Inc., 5013-A Uplar	nder Way, Culver Cit	ty, CA 90230		
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) Pinetree Capital, Ltd.				
Business or Residence Address (Number and Str 30E Lower Halcyon Heights, Lascelles, St.	reet, City, State, Zip Co James, Barbados B			
Check Box(es) that Apply: Promoter	Z Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) AGF Funds, Inc.				
Business or Residence Address (Number and Str Toronto Dominion Bank Tower, 66 Wellingt	reet, City, State, Zip Co ton Street West, 31s	ode) st Floor, Toronto, ON M	15K 1E9	
Check Box(es) that Apply: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual) PFH Investments Limited				
Business or Residence Address (Number and St. 2 Sheppard Avenue East, Suite 700, Toron	reet, City, State, Zip Coto, Ontario M2N 5Y7			

BASIC			

			VTIFICATION DATA		
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	Director	☐ General and/or Managing Partner
Full Name (Last name first, if inc	dividual)				
Business or Residence Address	(Number and Str	eet, City, State, Zip Code)			
c/o Fluid Audio Network, Inc.,	5013-A Uplander	Way, Culver City, CA 90230			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in Hank L. Torbert	dividual)				<u>, a </u>
Business or Residence Address	(Number and Str	reet, City, State, Zip Code)		•	
c/o Fluid Audio Network, Inc.,	5013-A Uplander	Way, Culver City, CA 90230	<u> </u>		
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in	divídual)				
Business or Residence Address	(Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in	dividual)				
Business or Residence Address	(Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in	ndividual)				
Business or Residence Address	(Number and St	reet, City, State, Zip Code)			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if in	ndiviđual)				
Business or Residence Address	(Number and St	reet, City, State, Zip Code)			

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king king d												Yes	No
1.	Has the i	ssuer sold,	or does the			, to non-acc							
						Appendix,						\$	
2.	What is t	he minimu	m investme	ent that wil	ii be accep	ted from ar	iy inaiviau	a1?			***************	Yes	No
3.						c unit?							
4.	Enter the	informati	on requeste	d for each	person wl	ho has beer	or will be	paid or g	iven, direct	ly or indir	ectly, any		
	commiss If a nerso	ion or simi m to be list	iar remuner ed is an ass	ation for so ociated per	son or agen	of purchase at of a broke	rs in connec er or dealer	rtion with s registered	with the SE	irities in the EC and/or w	ith a state		
	or states,	list the nat	ne of the br	oker or dea	aler. If mor	re than five	(5) persons	to be liste	d are assoc	iated perso	ns of such		
					intormatic	on for that b	oroker or G	cater only.					
Ful	II Name (L	ast name i	irst, if indi	viduaij									
Bu	siness or F	Residence A	Address (N	umber and	Street, Cit	y, State, Z	p Code)						
					oronto, O	ntario M5R	3L2						
			Ondastie										
			Ondaatje Listed Has		or Intends	to Solicit F	urchasers						
J.,												All	States
	·												رتحا
	AL)	AK IN	[AZ]	KS	CA KY	CO LA	[CT] [ME]	DE MD	DC MA	EL MI	[GA]	HI MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK]	OR	PA
	RI	SC	[SD]	TN	TX	UT	VT	VA	WA	WV	WI	\overline{WY}	PR
_	11.52 (1		5 - 4 : C : - d	ivef descrip							 		
ru	III Name (I	Last name .	first, if indi	ividual)									
Bi	isiness or	Residence	Address (1	Number an	d Street, C	ity, State,	Zip Code)		· · ·				
_													
Na	ame of Ass	sociated Br	oker or De	aler									
St	ates in Wh	ich Persor	Listed Ha	s Solicited	or Intends	to Solicit	Purchasers				•		
	(Check	"All States	or check	individual	States)							. 🗌 AI	1 States
		মিন্দা	ΑZ	AB	CA	CO	CŢ	DE	[DC]	[FL]	GA	HI	ĪD
	AL IL	AK IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	ОН	OK	OR	PA
	RI	SC	SD	TN	TX	UT	\overline{VT}	VA	WA	WV	WI	WY	PR
F	ıli Name (Last name	first, if ind	ividual)								_	
		•											
В	usiness or	Residence	: Address (Number ar	d Street, (City, State,	Zip Code)						
_	ama of An	anaisted D	roker or De	aler			<u> </u>						
IN	ame of As	Sociated B	TOKEL OF DE	aici									
S	tates in W	hich Person	Listed Ha	s Solicited	or Intend	s to Solicit	Purchaser	s					
	(Check	"All State	s" or check	individua	l States)		••••••	•				🔲 А	II States
	[AL]	AK	AZ	[AR]	CA	CO	CT	DE	DC	FL	GA	HI	ID
	TL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C: OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount alread sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, chec	y k	
	this box and indicate in the columns below the amounts of the securities offered for exchange an	d	
	already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	\$ 0.00	s 0.00
	Equity	S 0.00	\$ 0.00
	☑ Common ☐ Preferred		
	Convertible Securities (including warrants)	£ 2,600,000.00	2,600,000.00
	Partnership Interests	c 0.00	s 0.00
	Parincrship Interests	c 0.00	\$ 0.00
	Other (Specify _ ·)	2,600,000.00	
	Total	3	
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in the offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate number of persons who have purchased securities and the aggregate dollar amount of the	ate	
	purchases on the total lines. Enter "0" if answer is "none" or "zero,"		
		Number	Aggregate Dollar Amount
	•	Investors	of Purchases
	Accredited Investors	11	\$ 2,600,000.00
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		<u> </u>
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securit sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to first sale of securities in this offering. Classify securities by type listed in Part C — Question	the	
		Type of	Dollar Amoun
	Type of Offering	Security	Sold
	Rule 505		\$_0.00
	Regulation A		\$_0.00
	Rule 504	0	\$_0.00
	Total		s_0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of securities in this offering. Exclude amounts relating solely to organization expenses of the insu. The information may be given as subject to future contingencies. If the amount of an expenditurnot known, furnish an estimate and check the box to the left of the estimate.	rer.	
	Transfer Agent's Fees		
	Printing and Engraving Costs	[]
	Legal Fees		Z \$ 15,971.00
	Accounting Fees	[
	Engineering Fees	[
	Sales Commissions (specify finders' fees separately)		5 161,000.00
	Other Expenses (identify) out of pocket		√ s 109.00
	Total	•	\$ 177,080.00

C. OFFERING PRIC	E, NUMBER OF INVESTORS, EXPENSES A	AND USE OF PROCEEDS	
and total expenses furnished in response to P proceeds to the issuer."		'adjusted gross	\$
Indicate below the amount of the adjusted g cach of the purposes shown. If the amount check the box to the left of the estimate. The proceeds to the issuer set forth in response.	nt for any purpose is not known, furnish at e total of the payments listed must equal the	n estimate and	
•		Payments to	
		Officers, Directors, &	Payments to
		Affiliates	Others
Salaries and fees			_ 🗆 \$
Purchase rental or leasing and installatio	n of machinery		
and equipment	,,		
Construction or leasing of plant buildings	s and facilities		_ 🗆 \$
Acquisition of other businesses (includin	g the value of securities involved in this		
offering that may be used in exchange for	r the assets or securities of another		_ []S
),,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Working capital			\$2,422,920.00
Other (specify):	<u> </u>		
		🔲 \$	[]\$
Column Totals			\$_2,422,920.00
Total Payments Listed (column totals ad-	ded)	🖸 s_	2,422,920.00
	D. FEDERAL SIGNATURE		
The issuer has duly caused this notice to be signature constitutes an undertaking by the issuer to information furnished by the issuer to any	ned by the undersigned duly authorized pers	son. If this notice is filed under schange Commission, upon wri	Rule 505, the following
Issuer (Print or Type)	Signature	Date	
Fluid Audio Network, Inc.		3-	19-07
Name of Signer (Print or Type)	Title of Signer (Print or Type)		
Justin Beckett	Chief Executive Officer		

- ATTENTION ----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No ⊠
	See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is 1 D (17 CFR 239.500) at such times as required by state law.	iled a no	tice on For
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, informatissuer to offerees.	tion furn	ished by t
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be en limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer cla of this exemption has the burden of establishing that these conditions have been satisfied.		

duly authorized person.		
Issuer (Print or Type)	Signature	Date
Fluid Audio Network, Inc.		3-19-07
Name (Print or Type)	Title (Frint or Type)	
Justin Beckett	Chief Executive Officer	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				ĀP	PENDIX				
1	Intend to non-a investor	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)					ification te ULOE attach attion of granted) Item 1)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL		×							
AK		×							
AZ		×							
AR		×	,						
CA		×							
со		*							
СТ		×			,		<u> </u>		
DE	.,,,	×							
DC		×							
FL		×		1					
GA		×							
ні		×							
ID	ļ	×						1	<u> </u>
IL		×							
IN		×	-	<u> </u>					
IA		×			-			<u> </u>	
KS		×	=					Ceden Artinum viscous viscous	<u>.</u>
KY		*	1			<u> </u>			
LA		×		ļ					
ME	121 112471111111111111111111111111111111	×						Lannan	
MD	At a second second second second second	×	Z remarks						
MA		×	-	ļ					
MI		×							
MN		×						<u> </u>	
MS		×							

		2010		APPI	NDIX			連絡所養		
1	Intend to non-a investor	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		4 Type of investor and amount purchased in State (Part C-Item 2)					
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
мо		×					~··			
MT		×								
NE		×								
NV		×								
NH		×								
NJ		×								
NM		×								
NY		×								
NC		×								
ND		×						<u></u>		
ОН		×								
ок	<u></u>	×								
OR		×								
PA		×								
RI		×								
sc		×								
SD	and the state of t	X								
TN		×						<u> </u>		
TX		×								
UT		×								
VT		x								
VA		×								
WA		×								
wv		×								
wı		×								

]	to non-a	2 I to sell accredited rs in State 3-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)				
State	<u> </u>	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY		×							
PR		×							

Fluid Audio Networks, Inc. Attachment to Form D Private Placement of US\$2,600,000 12% Unsecured Convertible Debentures

* Justin Beckett and Dorika Beckett are beneficial owners of Fluid Audio Network, Inc. through their 100% ownership interest in Vizx Corporation.

